

EXHIBIT E

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: FIELDWOOD ENERGY LLC, <i>et al.</i> , ¹ Debtors.	§ § § § § § §	Chapter 11 Case No. 20-33948 (MI) (Jointly Administered)
--	---------------------------------	--

**ORDER GRANTING FIRST INTERIM FEE APPLICATION OF STROOCK &
STROOCK & LAVAN LLP, AS COUNSEL TO THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS OF FIELDWOOD ENERGY LLC, *ET AL.*,
FOR THE PERIOD FROM AUGUST 19, 2020 THROUGH
AND INCLUDING OCTOBER 31, 2020**

Upon the First Interim Fee Application (the “Application”)² of Stroock & Stroock & Lavan LLP (“Stroock”), for Allowance of Compensation for Services Rendered as Counsel to the Official Committee of Unsecured Creditors (the “Committee”) of Fieldwood Energy LLC, *et al.*, (the “Debtors”) for the Period from August 19, 2020 through and including October 31, 2020; and the Court having jurisdiction over the Application; and due and adequate notice of the Application having been given pursuant to the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules; and the Court having read and considered the Application; objections to the Application, if any, and arguments of counsel, if any; and any objections to the Application having been resolved or overruled; and after due deliberation and for good cause shown, it is HEREBY ORDERED THAT:

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, as applicable, are: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Energy LLC (6778); Fieldwood Energy Inc. (4991); Fieldwood Energy Offshore LLC (4494); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore LLC (8786); Fieldwood Offshore LLC (2930); FW GOM Pipeline, Inc. (8440); GOM Shelf LLC (8107); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline LLC (5703); and Galveston Bay Processing LLC (0422). The Debtors’ primary mailing address is 2000 W. Sam Houston Parkway S., Suite 1200, Houston, TX 77042.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Application.

1. The Application is granted as set forth herein.
2. Stroock is hereby awarded, on an interim basis, the allowance of \$1,501,535.00 for compensation of services rendered to the Official Committee of Unsecured Creditors and \$7,539.31 for reimbursement of expenses incurred during the period from August 19, 2020 through and including October 31, 2020.
3. The Debtors are hereby authorized and directed to immediately pay Stroock any unpaid portion of such allowed fees and expenses.
4. This Court shall retain jurisdiction over any and all matters arising from or related to the interpretation of this Order.

SIGNED this ____ day of _____, 2020.

**THE HONORABLE MARVIN ISGUR,
UNITED STATES BANKRUPTCY JUDGE**